

RECORDATION NO. 15099-E FILED

FEB 07 '05 3:51 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

February 4, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Partial Release, dated as of January 6, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement-Trust Deed previously filed with the Board under Recordation Number 15099.

The names and addresses of the parties to the enclosed document are:

Lessor: Wilmington Trust Company
(not in its individual capacity but solely as
Trustee)
1100 North Market Street
Wilmington, Delaware 19890

[Lessee: GATX Financial Corporation
500 West Monroe Street
Chicago, Illinois 60661]

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A description of the railroad equipment covered by the enclosed document
is:

1 railcar: GATX 022442.

A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$32.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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BILL OF SALE AND PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 86-2, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 86-2) dated as of November 1, 1986 (the "Lease") between the Lessor and GATX Financial Corporation, successor by merger to GATX Rail Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 022442 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Dated: January 6, 2005

Wilmington Trust Company, not in
its individual capacity, but solely as
Lessor

By: 
Title: Anita Roselli
Financial Services Officer

State of Delaware)

) SS

County of New Castle)

On this 27 day of January, 2005, before me personally appeared ANITA ROSE who being by me duly sworn, say that he/she is a SEB FIN OFFICER of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

Jaqueline Solone

[Notarial Seal]

My commission expires:

